



Northwest Sound
Youth Soccer
Association

BYLAWS

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ARTICLE I. MEMBERSHIP

Section A - Members. Members consist of clubs that are in good standing with Washington Youth Soccer and that are located in the geographic area designated as Northwest Sound Youth Soccer Association (NSYSA) by Washington Youth Soccer.

Section B - Current Members. The following clubs are members of NSYSA: Bainbridge Island Youth Soccer Club (BIYSC), Bremerton Soccer Club (BSC), Central Kitsap Soccer Club (CKSC), Jefferson County Soccer Club (JCSC), North Kitsap Soccer Club (NKSC), North Mason Youth Soccer Club (NMYSC), South Kitsap Soccer Club (SKSC), Tracyton Soccer Club (TSC) and Kitsap Alliance FC (KAFC).

Section C - Member Representation - The president or designate of each member club shall serve as a member of the board of directors of this corporation, exercising authority and voting rights for his or her member club.

Section D - Application for Membership

1. Application for membership as a Member Club to NSYSA shall be submitted to the NSYSA Secretary as a package and is to include the following:
 - a. Two (2) copies of the applicant's articles of incorporation (if applicable), bylaws, and other governing documents;
 - b. Listing of current Board Members filling the board positions defined in their bylaws;
 - c. A written statement of the reason for desiring admission as a new Member Club;
 - d. A written description of the applicant's geographical boundaries (map included);
 - e. A written description of the programs to be covered as well as ages/genders & levels of teams to be formed (i.e. Small sided, Recreational, Competitive –Regional, State, etc) by the new Member Club;
 - f. A written statement from the applying club describing the anticipated impact on existing Member Clubs of the Association if accepted into NSYSA;
 - g. Current team registration records;
2. Upon receipt of a complete application package for admission per step 1 above:
 - a. The NSYSA Secretary will:
 - (1) Provide a copy of all the application package to each member of the NSYSA board;
 - (2) Place the "Application for Admission" as a new member club on the Agenda for the next NSYSA Board Meeting under New Business.
 - b. At the next NSYSA BOD Meeting when this item is addressed under New Business:
 - (1) The package is to be reviewed by the board to ensure it is complete;
 - (2) Each member club is to be instructed provide by the subsequent NSYSA Board Meeting a written statement to the NSYSA Board outlining its support and/or reservations concerning this request for admission.
 - (3) The NSYSA Secretary will place this item onto the Agenda for the next NSYSA Board Meeting under Unfinished Business for a vote to Accept/Deny the application for admission.
3. Acceptance for membership shall:
 - a. Matters to be considered for acceptance shall include but not be limited to the following:
 - (1) Do the applicant's articles of incorporation (if applicable), bylaws, and other governing documents conform to the requirements of the Governing Documents of NSYSA, Washington Youth Soccer and the Federation to the extent applicable under state law?
 - (2) Does the applicant- All meetings of the Association shall be conducted using the current edition of "Roberts Rules of Order" as a guide.

- (3) Does the admission of the applicant assist NSYSA in fulfilling its objectives and purposes as stated in the NSYSA Constitution?
 - (4) Does the applicant bring something new to NSYSA that would be considered a benefit to the membership (i.e. area of coverage, programs, etc.)?
 - (5) What negative impact/s, if any, have been noted by the existing members and/or applicant; should the application be accepted?
 - (6) Does the acceptance of this organization aid or detract from the programs/services currently offered by NSYSA and its current members? Consideration will include a written description of the programs to be covered and ages/genders & levels of teams to be formed.
 - (7) Would the membership be better served with possible modifications to the applicant's request for acceptance (i.e. limits in ages and/or areas served, programs offered, etc.)?
- b. The NSYSA Board of Directors, by 2/3 vote, shall specify voting rights, registration requirements and requirements for the payment of fees as applicable.
 - c. The NSYSA President will notify the applicant in writing within 48 hours of the board's decision on this matter whether the applicant was or was not present at the Board Meeting at which the vote was taken.
 - (1) Acceptance or denial for membership may be with, or without, stated reasons.

Section E - Membership Conflict - The Constitution, Bylaws and other governing documents of any Member Club shall not conflict with those of Washington Youth Soccer, or NSYSA.

Section F - Responsibilities of Members - Member Clubs will be responsible for the conduct of coaches, managers, players, officials, and Spectators under their jurisdiction, and shall insure that their actions on or off the field do not bring disfavor upon NSYSA.

Section G - Voting Membership - The Voting Membership of NSYSA shall consist of the NSYSA Elected Officers and the Club Representative of each Member Club.

Section H - Suspension of Membership -

1. Member Clubs failing to pay any fees due NSYSA shall be provided notice of delinquency. If those fees are not paid within thirty (30) days after the notice of delinquency, the Member Club shall be suspended from membership. Unless otherwise provided by the Executive Board, the membership of a Member Club shall be terminated automatically if the Member has failed to pay those fees for a period of ninety (90) days after the date specified in the notice of delinquency. The Secretary of NSYSA shall notify the Member of suspension and the date upon which membership will be terminated if the fees remain unpaid.
 - a. Member Clubs failing or refusing to follow the NSYSA Constitution, Bylaws, Procedures or rules, or attempting to circumvent a decision rendered by NSYSA, or seriously damaging the interest of NSYSA, face suspension of membership.
 - b. Suspension of membership under subsection a. shall require a two-thirds (2/3) vote of the Board of Directors. The NSYSA Secretary will provide reasonable notice to the Member Club detailing the time and location for the hearing. The Member Club will be provided with a reasonable opportunity to present evidence to support the Member Club's status.
 - c. Notification of suspension shall be made to the Member Club in writing within 30 days.

ARTICLE II. BOARD OF DIRECTORS

Section A - Authority. The governing authority of NSYSA shall be vested in its Board of Directors, who shall be governed by the NSYSA Constitution, Bylaws, and Operating Procedures. The Board of Directors shall have the authority from time to time to issue policies or instructions necessary to interpret, clarify or further define the Bylaws, procedures and rules.

Section B - Makeup. The Board of Directors consists of the Executive Board and the Club Representatives. Responsibilities and actions shall include, but not be limited to those listed in Article II, Section H and Article III below.

Section C - Voting. The Board of Directors shall vote on the following matters:

1. Washington Youth Soccer membership application recommendations;
2. Proposed changes or amendments to the NSYSA Constitution;
3. Proposed changes or amendments to the NSYSA Bylaws;
4. Proposed changes or amendments to the NSYSA Operating Procedures;
5. Approval of inter-club and association league play;
6. Filling vacancies on the Executive Board;
7. Removal of Association Officers based on detrimental actions or neglect of accepted responsibilities;
8. Suspension of member clubs voting privileges;
9. Any assessments against member clubs;
10. Approval of Budgets and association fees;
11. Other general business of NSYSA as required or as set forth in other Sections of these Bylaws;

Section D - Meetings. The Board of Directors shall meet as defined in ARTICLE V of these Bylaws.

Section E - Vacancies. The Board of Directors shall have the power to fill any vacancy occurring in the Executive Board. The officer shall be elected for the unexpired term.

Section F - Removal.

1. Any officer elected by the Board of Directors may be, subject to limitations imposed by law, removed by a 2/3 majority vote of the Board of Directors.
2. Any officer being absent from three (3) consecutive meetings of the Board of Directors, or being negligent in responsibilities to NSYSA or being in violation of the Washington Youth Soccer's Code of Ethics or combination thereof, shall be subject to suspension or removal by the Board of Directors, after reasonable notice and hearing.

Section G - Salaries. Board Members of the corporation shall not be paid a salary for the service they render to this corporation.

Section H - Club Representatives. Each affiliated Club shall submit in writing the names of the Representative and alternate to the NSYSA Secretary. The responsibilities of the Club Representative shall include, but not be limited to the following:

1. Be thoroughly familiar with the Constitution, Bylaws and Operating Procedures of the Association.

2. Represent the Club in all matters concerning the Association;
3. Be present at all meetings of the Association unless otherwise excused by the NSYSA President. See Article V, Section C-1.
4. Serve as the primary communicator between the Association and the Club.
5. Only the Representative or properly registered alternate will be allowed to vote.

ARTICLE III. EXECUTIVE BOARD

Section A - Makeup. The Executive Board (Officers) of NSYSA shall consist of a President, First Vice-President of Administration, Vice-President of Awards & Recognition, Vice-President of Competition, Secretary, Treasurer, and Registrar.

Section B - Responsibilities. The Executive Board shall be responsible for conducting the business and administering the affairs of NSYSA to include, but not limited to, the following:

1. Enforcing the Constitution, Bylaws, procedures and rules of NSYSA;
2. Approval of formation and operation of all tournaments, except such tournaments conducted by Member Clubs for their membership;
3. Approval or removal of NSYSA Committee Directors;
4. Approval or removal of NSYSA representatives to Washington Youth Soccer committees;
5. Review and make recommendations on matters to be submitted to the Board of Directors;
6. Sign orders on the treasury.
7. Strategic Planning.

Section C - Meetings. The Executive Board shall meet as defined in ARTICLE V of these Bylaws.

Section D - Elections. - The Officers of NSYSA (Executive Board) shall be elected at the Annual General Meeting, Article V, Section B, by the voting membership of NSYSA, as follows:

1. Officers to be elected on even numbered years are:
 - a. President
 - b. Vice-President of Competition
 - c. Secretary
 - d. Treasurer
2. Officers to be elected on odd numbered years are:
 - a. First Vice-President of Administration
 - b. Vice-President of Awards & Recognition
 - c. Registrar
3. A thirty (30) day written notification stating the date and place of the election shall be sent to each member of the Board of Directors and to each Member Club.
4. Nominations shall be accepted from the floor at the election.
5. Prior to an election in which the President is being elected, the President shall appoint a person who is not a candidate for office to conduct the election.
6. A simple majority of votes cast shall be necessary to elect.
7. Election procedures shall be consistent with Washington Youth Soccer Governing Documents.

Section E - Term of Office. -

1. The term of office for NSYSA Officers shall commence immediately following the NSYSA AGM, and shall continue until the Annual General Meeting two years hence. Outgoing

officers shall assist their successors for a period not to exceed the remainder of the fiscal year, in order to assure a smooth transition.

2. In the event the office of the President and the 1st Vice-President of Administration are vacated, the Board of Directors shall elect replacements for the remainder of their respective terms. In the interim, the Board of Directors shall designate a member of the Board of Directors as Acting President.
3. Members of the NSYSA Executive Board may not simultaneously be a President of any Member Club.
4. A member of the NSYSA Executive Board may not be a paid employee or compensated agent of any member of the USSF, US YOUTH SOCCER, Washington Youth Soccer, or NSYSA. A compensated agent refers to a person receiving fees for services rendered, not a person who is compensated for expenses incurred in order to fulfill official duties in connection with the business of Washington Youth Soccer.

Section F - Responsibilities Of Officers

1. **President** - The President shall supervise all activities of NSYSA; the work of the Executive Board, the Board of Directors, and shall chair all meetings of the same. The responsibilities of the President shall include, but not be limited to, the following:
 - a. Oversee all NSYSA affairs, including public relations which responsibility may be delegated;
 - b. Appoint directors of committees as the needs of NSYSA may require, subject to the approval of the Executive Board;
 - c. Appoint NSYSA representatives to Washington Youth Soccer committees as requested by Washington Youth Soccer, subject to the approval of the Executive Board;
 - d. Sign orders on the Treasury;
 - e. Represent the Association to Washington Youth Soccer as the NSYSA Member Association Representative (MAR);
 - f. Any other duties imposed by Washington Youth Soccer Governing Documents.
2. **First Vice-President of Administration** - The First Vice-President of Administration shall assist the President in all business of NSYSA, become the Acting President during any temporary absence of the President, and succeed to the office of President if that office becomes vacant mid-term for any reason. The responsibilities of the First Vice-President of Administration shall include, but not be limited to, the following:
 - a. Oversee the NSYSA Rules and Revisions process;
 - b. Oversee the NSYSA Disciplinary process;
 - c. Oversee the NSYSA Protest process;
 - d. Sign orders on the Treasury.
3. **Vice President of Competition** - The responsibilities of the Director of Competition shall include, but not be limited to, the following:
 - a. Oversee all NSYSA administered league competition;
 - b. Provide liaison between Association and Member Clubs in League Play;
 - c. Supervise the scheduling of all league play;
 - d. Maintain a permanent match record;
 - e. Maintain league standings for league placement;
 - f. Represent the Association in all matters with Kitsap Peninsula Soccer Referees Association (KPSRA);
 - g. Back up Secretary for receiving mail, deposit all monies of the Association into a chartered bank/credit union in the name of Northwest Sound Youth Soccer Association (NSYSA) and provide copy of deposit slip(s) and check(s) deposited to Treasurer.

4. **Vice-President of Awards & Recognition** - The Vice-President of Awards & Recognition shall assist the President in all business of NSYSA. The responsibilities of the Vice-President of Awards & Recognition shall include, but not be limited to, the following:
 - a. Actively promote and work with all clubs to acquire nominations and make recommendations to the NSYSA Board regarding the Boys Competitive and Recreational Coach of the Year, the Girls Competitive and Recreational Coach of the Year, Administrator of the Year, Volunteer of the Year, and Washington Youth Soccer Hall of Fame Nominations;
 - b. Coordinate all NSYSA special awards such as Coach of the Year, Administrator of the Year, and Young Referee of the Year.

5. **Secretary** - The responsibilities of the Secretary shall include, but not be limited to, the following:
 - a. Maintain custody of all NSYSA records and correspondence and non-financial assets;
 - b. Compile and publish the NSYSA Directory and Annual Report;
 - c. Within 7 days after all meetings, record, prepare, publish and distribute the unapproved minutes to the Executive Board and Board of Directors;
 - d. Within 7 days after meeting minutes are approved, record, prepare, and distribute the approved minutes to the Executive Board, Board of Directors and the NSYSA Website Administrator for website posting;
 - e. Provide proper notice of all NSYSA Board of Director and Executive Board meetings to required attendees;
 - f. Coordinate the NSYSA AGM;
 - g. Deposit all monies of the Association into a chartered bank/credit union in the name of Northwest Sound Youth Soccer Association (NSYSA) and provide copy of deposit slip(s) and check(s) deposited to Treasurer.

6. **Treasurer** - The responsibilities of the Treasurer shall include, but not be limited to, the following:
 - a. Provide properly authorized disbursements of NSYSA budgeted funds and other fees, and of funds raised from sources other than player registration;
 - b. Keep the proper accounting on all financial items, with the assistance of a Certified Public Accountant, and/or other qualified professional help, as needed;
 - c. Transmit monthly reports of expenditure and revenue to the President for review.
 - d. Prepare financial reports for all Executive Board and Board of Directors Meetings including the Annual General Meeting as requested, not to exceed one report per month;
 - e. Prepare a proposed budget for each fiscal year with the inputs from the other officers. The proposed budget will be developed in January for approval at the Annual General Meeting;
 - f. Assist the Executive Board in defining specific financial policies, with the assistance of a Certified Public Accountant and/or other qualified professional help, as needed;
 - g. Sign orders on the Treasury;
 - h. File required reporting forms, such as IRS forms and Washington State annual report forms and maintain records thereof;
 - i. Maintain the status of the Association as an entity under the laws of the State of Washington and as a non-profit entity under federal income tax laws.

7. **Registrar** - The responsibilities of the Registrar shall include, but not be limited to, the following:
 - a. Oversee and coordinate with Member Clubs the registration process in accordance with

- Washington Youth Soccer Guidelines.
- b. Train and assist Member Club registrars with NSYSA and Washington Youth Soccer registration procedures;
 - c. Provide liaison between Washington Youth Soccer and Member Clubs in Registration matters;
 - d. Oversee and maintain the NSYSA Executive Board Risk Management Program;
 - e. Oversee and administer the Request for Insurance Certificates program with the clubs and Washington Youth Soccer.
 - f. Oversee and manage the Risk Management program for the NSYSA.

ARTICLE IV. COMMITTEES

Section A - NSYSA Committees - Shall be established as required to satisfy the programs and needs of NSYSA. The President shall be an ex-officio member of all committees except the Nominating Committee.

Section B - Standing Committees - Shall have a continuing existence and are as set forth from time to time in the NSYSA Operating Procedures. Each standing committee shall be the responsibility of a specific member of the Executive Board.

Section C - Appointment or Removal of Committee Directors -

1. The Executive Board shall confirm annually, appointments of committee directors made by the President.
2. The Executive Board has the authority to remove any previously confirmed committee director.
3. In the event a committee director resigns, or is unable to fulfill the position as director, the responsible officer shall bring to the Executive Board a recommendation for replacement.

Section D - Special Committees.

1. Special Committees may be formed as deemed appropriate by the Executive Board for the purpose of accomplishing specific tasks.
2. Formation of any special committee shall include a written charter outlining the committee's specific tasks, responsibilities, membership and duration.
3. Membership shall include at least one member of the Executive Board to be responsible for the committee.

ARTICLE V. MEETINGS

Section A - Order of Business – the order of business at all meetings shall be as follows:

1. Roll Call – Credentials
2. Minutes
3. Communications
4. Officer's Reports
5. Committee Reports
6. Club Reports
7. Unfinished Business
8. Proposals
9. New Business
10. Election (AGM)

11. Good of the Game

12. Adjournments

Section B - Meeting of the Voting Membership. The Annual General Meeting (AGM) of Members shall be held on or before March 31st of each calendar year. Notification of this meeting shall be mailed or emailed with notification of receipt to affiliated Club Representatives thirty (30) days prior to such meeting, and shall include a copy of the recommendations for the nomination committee, proposed amendments to the Constitution and any resolutions offered for consideration of the assembly.

Section C - Board of Directors Meetings - Shall be held a minimum of six (6) times per year.

1. NSYSA will assess a fine of \$50 to any club which does not attend the monthly Board of Directors meetings and has not contacted the President prior to the meeting.
2. Upon appeal from the floor, the Board may, with a majority vote of the Board members present, set aside the published agenda and consider special business;
3. If any business shall directly affect any Board member, they shall recluse and excuse themselves during the vote resulting from the proceedings.

Section D - Executive Board Meetings - Shall be called as necessary by the President or by two (2) or more officers. Reasonable notice of all meetings will be provided.

Section E - Special Meetings. Special Board of Directors meetings for any purpose or purposes may be held at any place, at any time, whenever called by the President or by two (2) or more of the Board of Directors. A minimum of seventy-two (72) hours' notice must be provided for any Special Board Meeting.

Section F - Parliamentary Authority - All meetings of the Association shall be conducted using the current edition of "Roberts Rules of Order" as a guide.

Section G - Notice of Board of Directors Meetings. Notice of the time and place of any meetings of the Board of Directors shall be:

1. Given by the Secretary, or by the person or persons calling the meeting;
2. By notice on the NSYSA website, mail, e-mail, telegram, or by personal communication over the telephone or otherwise;
3. Performed at least ten (10) days prior to the date on which the meeting is to be held.

Section H - Quorum.

1. Board of Director meetings:
 - a. A quorum for all Board of Director meetings shall consist of at least the following:
 - b. The President or an Alternate and;
 - c. One-half (½) of the total number of Officers in office and;
 - d. Two-thirds (2/3) of the Member Club Representatives.
 - e. At any meeting of the Board of Directors at which a quorum is present, any business may be transacted, and the board may exercise all of its powers.
2. Executive Board meetings:
 - a. A quorum for all Executive Board meetings shall consist of at least the following:
 1. The President or an Alternate and;
 2. One-half (½) of the total number of Officers in office (including the President or the Alternate presiding.)
 3. At any meeting of the Executive Board at which a quorum is present, any business

may be transacted, and the board may exercise all of its powers.

3. Annual General Meeting AGM:
 - a. A quorum for the AGM shall consist of at least the following:
 1. The President or an Alternate and;
 2. One-half (1/2) of the total number of Officers in office (including the President or the Alternate presiding.) and;
 3. Two-thirds (2/3) of the Member Club Representatives
 4. Only those Board members present, on record, and in good standing shall be entitled to vote.

Section I - Proxies. - Voting by proxy is prohibited.

Section J - Voting. -

1. Annual General Meeting (AGM)
 - a. Each NSYSA Officer shall have one vote;
 - b. Each Member Club Board Officer shall have one vote
 - c. Each Member Club team shall have one vote. Either the Head Coach or Assistant Coach who is identified in the state registration database shall vote for the team. If a coach has more than one team, he/she shall vote for each team.
2. NSYSA Executive Board Meetings;
 - a. Each Officer shall have one vote;
3. NSYSA Board Meetings;
 - a. Each Officer shall have one vote;
 - b. Each Member Club Representative shall have one vote
4. The President shall exercise voting rights only in the case of a tie.
5. All votes shall be determined by a simple majority except for the following which will require a two-thirds majority vote of the Board of Directors:
 - a. Approval of the Association Budget.
 - b. Any assessments against Member Clubs.
 - c. Suspension of Member Club voting privileges.
6. Constitution changes shall require at least a three-fourths majority vote by those present per Article V, Section J, Subsection 1.

Section K - Attending. -

1. Board Members may participate in any meeting by means of any communication equipment, which enables all persons participating in the meeting to hear each other simultaneously during the meeting. A Board Member who participates by means of communications equipment is deemed to be present in person at the meeting.

ARTICLE VI. OPERATING PROCEDURES

Section A - Content. The NSYSA Operating Procedures shall establish Administrative Procedures, General Procedures and Rules of Competition.

Section B - Player eligibility, Play Up, and Play Down. Shall be defined within the NSYSA Operating Procedures.

Section C - Changes or Amendments to Operating Procedures.

1. Shall only be effected by the NSYSA Board of Directors.
2. May be approved at any meeting of the Board of Directors.

3. All approved changes or amendments to the NSYSA Operating Procedures shall be in effect from the date of adoption, unless determined otherwise by the Board of Directors at the time of approval.

ARTICLE VII. ADMINISTRATIVE AND FINANCIAL PROVISIONS

Section A - NSYSA Administrator/Scheduler

1. NSYSA may at the discretion of the Board, contract with or employ a NSYSA Administrator and/or Scheduler to assist with the Administration of the Association, its programs and services.
2. All official notices intended for NSYSA, its' Board of Directors or any of the officers or committees may be addressed in care of the NSYSA Administrator.
3. The NSYSA Administrator and/or Scheduler shall not have the status of an officer of the Association, but shall be entitled to attend all meetings of the NSYSA Executive Board and Board of Directors and shall be a non-voting member of the NSYSA committees.

Section B - Non-Profit Status - NSYSA is and shall be a non-profit organization. NSYSA shall maintain tax exempt status under the Internal Revenue Code.

Section C - Fiscal Year.

1. The fiscal year of the Association shall begin on April 1, and end on the last day of March 31, of the following year.
2. All financial rules and regulations are in effect during the twelve (12) months of the fiscal year.

Section D - Budget.

1. A budget shall be prepared in January of each year by the Treasurer and submitted to the Board of Directors for adoption at its Annual General Meeting.
2. Copies of the proposed budget shall be distributed to the Board of Directors and member clubs by February 15th in advance of the meeting at which a budget will be adopted.
3. Copies of the approved budget will be forwarded to each officer and member association representative on its adoption.
4. The budget shall be limited for any given year to anticipated income for that year and shall include no less than fifteen percent (15%) contingency funds held as a reserve for that year.

Section E - Player Fees.

1. One week prior to September 1 of each year, clubs will provide an estimate of the number of Washington Youth Soccer registered players for the upcoming year (n).
2. On September 1 of each year, clubs will be billed by the NSYSA Treasurer based on the formula:

$$\text{Total} = 1.10 * [n * (\text{Washington Youth Soccer fee} + \text{after soccer fee})]$$

3. If prior to the next September 1 the amount billed by Washington Youth Soccer for a specific member club exceeds the calculated total identified in item 2, the NSYSA treasurer will bill the member club the difference.
4. On August 31 of each year, there will be reconciliation with each club, and the NSYSA Treasurer will disperse funds proportionally to each club to maintain a NSYSA cash reserve less than or equal to \$10,000.00 plus the previous year's estimated budget.

Section F - Financial Review -

1. The financial books and accounts maintained by the Treasurer shall be verified at least once every two years, immediately following the Treasurer's current term of office.
2. The financial review may not be performed by a member of the Board of Directors.

Section G - Dissolution. - Should NSYSA be dissolved, all monetary assets remaining after payment of all debts, shall be turned over to any remaining Member Clubs which have qualified under Section 501(c)(3) of the US Internal Revenue Code and shall be divided proportionally to the average number of registered Washington Youth Soccer Players over the previous 3 years. Physical assets shall be held in trust by remaining Member Clubs.

Section H - Financial Responsibility - NSYSA specifically disclaims financial responsibility for and shall not assume nor be held liable for the debts of the financial obligations, either express or implied, of any Member Club, or team, or any coaches, managers, officers, or officials, or members of any Member Club or team of Washington Youth Soccer.

Section I - Loans Prohibited. - No loans shall be made by the Association to any member of the Board of Directors.

Section J - Organizational Records -

1. Organizational records, minutes and reports, shall be kept by the Secretary, with the exception of, the detailed financial records maintained by the Treasurer.
2. Special requests for Association records and the distribution of such records shall be at the direction of the President.

Section K - Annual Report - The President of Member Clubs shall submit to NSYSA, an Annual Report covering the activities of the club, no later than two months prior to the NSYSA - AGM, or as requested by the NSYSA Secretary.

Section L - Name or Goodwill -

1. Use of NSYSA's name or goodwill shall only be used with permission of the Executive Board.
2. Permission shall not be given for programs or projects that are unsafe, discriminatory, or not in the fundamental policies outlined in the Constitution and Bylaws.

Section M - Fundraising - Any fundraising programs, including marketing, in the name of NSYSA require Board of Director's approval.

Section N - Business Conflict of Interest - No member of NSYSA shall engage themselves in a NSYSA position or function in order to gain advantage for their personal or business gain. Any potential conflict shall be declared in a written disclosure statement to the Executive Board, either voluntarily or at the request of the Executive Board. If an actual conflict of interest is evident, the Executive board shall request the withdrawal of the person or recommend investigation by the Board of Directors for removal.

ARTICLE VIII. AMENDMENTS

Section A - Proposed Amendments.

1. Must be submitted in writing to the Secretary by an affiliated Club Representative with written proof that the proposed amendment was passed by a majority of its voting membership, or submitted to NSYSA by the Bylaws Revision Committee.
2. Must be distributed by the Secretary to the Board of Directors for review a minimum of 30 days prior to the date of the planned vote.

Section B - Voting - These bylaws may be altered or amended by the affirmative vote of a simple majority of the Board of Directors at any Board of Director or Special meeting.

ARTICLE IX. HEARINGS

Section A - Hearings - NSYSA will provide equitable and prompt hearing procedures to guarantee the rights of individuals to participate and compete in activities sponsored or administered by NSYSA and Washington Youth Soccer. These procedures shall also provide a method of appeal, to higher level administrative review, with authority to sustain, modify, or reverse a decision.

Section B - Procedures - All hearings shall be consistent with Washington Youth Soccer Governing Documents.

Section C - Exhaustion of Administrative Remedies - No member, official, league, club, team, player, coach, administrator or referee may invoke the aid of the courts of the United States or of a State without first exhausting all available remedies within NSYSA, Washington Youth Soccer or US YOUTH SOCCER, or USSF.